



**ALAMO RMA**  
*Alamo Regional Mobility Authority*  
*"Moving people faster"*

**AGENDA**

**SPECIAL MEETING OF THE  
BOARD OF DIRECTORS OF THE  
ALAMO REGIONAL MOBILITY AUTHORITY**

**TransGuide  
3500 N.W. Loop 410  
1<sup>st</sup> Floor Meeting Room  
San Antonio, Texas**

**October 24, 2007  
2:00 PM**

***PUBLIC COMMENT***

Individuals may sign up to speak on any item shown below on the agenda. Individuals interested in speaking must sign up to speak prior to the item being placed in consideration before the Board of Directors. Speakers are allotted no more than 3 minutes to speak and time is not transferable between speakers. Any comments, which do not address a specific agenda item, must be made during the Citizens' Communications portion of the agenda, provided the individual has signed to speak prior to this period starting.

- 1) Call meeting to order.
- 2) Discussion and appropriate action regarding a resolution recommending the short list of firms to advance to the Request for Detailed Proposal phase for the 281 North Toll Project. (Terry Brechtel)
- 3) Discussion and appropriate action regarding a resolution requesting the Texas Transportation Commission to transfer US 281 from Loop 1604 to Bexar County Line to the Alamo RMA. (Terry Brechtel)
- 4) Discussion and appropriate action approving the business terms for the 281 North Toll Project financing and market valuation. (Terry Brechtel)
- 5) Citizens' Communications (citizens must sign the register to speak)
- 6) Presentation/briefing - Executive Director Report. (Terry Brechtel)

7) Executive Session - Pursuant to Chapter 551, Subchapter D, Texas Government Code

- At any time during the meeting of the Alamo RMA Board of Directors, the Board may meet in executive session for consultation concerning attorney-client matters (real estate, litigation, contracts, personnel, and security) under Chapter 551 of the Texas Government Code:
  - A. Subsection 551.071(1). Consultation with Attorney – Consultation with, and advice from legal counsel concerning pending/contemplated litigation, settlement offers and negotiations, and other legal issues.
  - B. Section 551.074. Personnel Matters – Deliberation concerning the appointment, employment, reassignment, evaluation, duties, discipline, and/or dismissal of Executive Director and other personnel.
  - C. Section 551.072. Deliberation Regarding Real Property - Discussion of real property purchase, exchange, lease, license, gift, donation, and/or negotiated settlement, including property to be acquired for right-of-way.

8) Adjournment

**NOTES**

Agenda item numbers are assigned for ease of reference only, and do not necessarily reflect the order of their consideration by the Alamo RMA Board of Directors.

**ALAMO REGIONAL MOBILITY AUTHORITY ACCESSIBILITY STATEMENT FOR DISABLED PERSONS**

This meeting site is accessible to disabled persons as follows: Entrance to TransGuide is accessible through the main entrance at 3500 N.W. Loop 410. Parking spaces reserved for the disabled are located at the main entrance. Persons with disabilities who plan to attend this meeting and who may need auxiliary aids or services, such as interpreters for persons who are deaf or hearing impaired, and readers of large print or Braille, are requested to contact Joelle Sierra at (210) 495-5256 at least two working days prior to the meeting so that appropriate arrangements can be made.

Presenters with audiovisual needs are requested to contact Joelle Sierra at (210) 495-5256, at least two working days prior to the meeting.

Posted at the Bexar County Courthouse and the Alamo RMA Administrative Offices at 2:00 p.m., Friday, October 19, 2007.

**SPECIAL MEETING OF THE BOARD OF DIRECTORS  
OF THE  
ALAMO REGIONAL MOBILITY AUTHORITY**

**RESOLUTION NO. 07-25**

WHEREAS, the Alamo Regional Mobility Authority (“CTRMA”) was created pursuant to the request of Bexar County and in accordance with provisions of the Transportation Code and the petition and approval process established in 46 Tex. Admin. Code § 26.01, *et. seq.* (the “RMA Rules”); and

WHEREAS, Chapter 370 of the Texas Transportation Code authorizes regional mobility authorities to develop projects through use of comprehensive development agreements (CDAs); and

WHEREAS, the Alamo RMA has identified the 281 North Toll Project as a project it intends to develop through a design/build CDA process; and

WHEREAS, staff issued an RFQ on September 18, 2007, with a response deadline of October 19, 2007; and

WHEREAS, the Alamo RMA received three responses to the RFQ, and

WHEREAS, the Alamo RMA staff, with the assistance of its consultants, have reviewed the RFQ responses for the purpose of making a recommendation of a short-list of teams to participate in the detailed proposal phase of the design/build CDA process for the 281 North Toll Project; and

WHEREAS, based on their review the Alamo RMA staff recommends that \_\_\_\_\_, and \_\_\_\_\_ are qualified teams and should be included on the short-list for participation in the next phase of the design/build CDA process;

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors hereby approves the short-list of proposer teams recommended by Alamo RMA staff for the 281 North Toll Project and authorizes staff to issue a request for detailed proposal to each firm once such RFDP is finalized.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 24th day of October, 2007.

Submitted and reviewed by:

Approved:

\_\_\_\_\_  
Terry M. Brechtel  
Executive Director for the Alamo  
Regional Mobility Authority

\_\_\_\_\_  
William E. Thornton  
Chairman, Board of Directors  
Resolution Number 07-25  
Date Passed 10/24/07





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# Briefing on 281N Toll Project Qualification Statements

Alamo RMA Board of Directors Meeting: October 24, 2007



# Request of Qualification Process

- **Request For Qualifications Issued on September 18, 2007**
- **Announcements were placed in:**
  - Texas Register
  - San Antonio Express News
  - Houston Chronicle
  - Dallas Morning News
- **Pre-Proposal Workshop held Sept 28**
- **Proposals Received October 19**



# Request of Qualification Process

**Three Proposals Were Received**



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# Proposer 1

## Cibolo Creek Infrastructure JV:

- **Equity Owners:**
  - Fluor Enterprises, Inc(55%)
  - Balfour Beatty (45%)
- **Non Equity Team Members**
  - HDR Engineering
  - Raba-Kistner Consulting, Inc.
  - Guerra DeBerry Coody
  - Donze Lopez Public Affairs
  - Vickrey & Associates
  - UNINTECH Consulting Engineers
  - SAM, Inc



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# Proposer 2

## Texas Sterling Construction:

- **Equity Owners:**
  - Texas Sterling Construction Co(100%)
- **Non Equity Team Members**
  - Pate Engineers, Inc.
  - McCarthy
  - HL Chapman
  - Terracon Consultants
  - CH2M Hill
  - aci Consultants
  - Dublin & Associates
  - TEDSI
  - SAM Inc
  - Property Acquisition Services
  - HRM Consultants
  - Infrastructure Associates
  - Tate-Austin Hahn
  - So-Deep, Inc



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# Proposer 3

## Zachry Construction Corporation:

- **Equity Owners:**
  - Zachry Construction Corporation (100%)
- **Non Equity Team Members**
  - Pape-Dawson
  - LAN
  - Structural Engineering Associates
  - Fugro
  - Arias
  - KGB Texas



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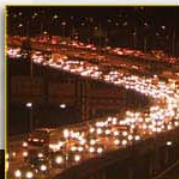
# Review Process

- **Terry Brechtel– Chairperson**
- **Oversight Committee:**
  - Ted West, FHWA
  - Frank Holzmann, TxDOT
- **Evaluation Committee:**
  - Pat Irwin, AlamoRMA
  - Dale Stein, AlamoRMA
  - Milo Nitschke, AlamoRMA
  - Loretta Schietinger, HNTB
  - Curt Ashmos, Locke-Liddell



# Review Process

- **Criteria was set prior to Receipt of Qualification Statements**
- **Criteria included :**
  - **Entity Qualifications**
  - **Personnel Qualifications**
  - **Financial Qualifications**
  - **Prior Experience/ Disputes**
  - **Conceptual Project Development Plan**
  - **Conflict of Interest**
  - **DBE/HUB Requirements**



# Recommendation

- Based on the Review Criteria the Evaluation Committee considers **all three Proposing Teams to be Qualified.**

- **Recommendation:**

**Issue Request for Detailed Proposals  
to All Three Proposing Teams**



# Next Steps

- **Today: Inform Proposers of Selection**
- **Today: Provide Draft Contract Documents to Selected Proposers for Review and Comment (industry review)**
- **November 7: Industry Review Workshop – all Proposers invited**
- **November 14: Deadline for Comments**
- **November 15/16: One on One meetings**
- **November 29: Issue Request for Detailed Proposals**
- **February 28, 2008: Detailed Proposals Due**
- **March 12, 2008: Selection of Best Value Proposal**





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[www.AlamoRMA.org](http://www.AlamoRMA.org)



**SPECIAL MEETING OF THE BOARD OF DIRECTORS  
OF THE  
ALAMO REGIONAL MOBILITY AUTHORITY**

**RESOLUTION NO. 07-26**

WHEREAS, the Alamo Regional Mobility Authority (“AlamoRMA”) was created pursuant to the request of Bexar County and in accordance with provisions of the Transportation Code and the petition and approval process established in 43 TEX. ADMIN. CODE § 26.01, *et. seq.* (the “RMA Rules”); and

WHEREAS, the Board of Directors of the Alamo RMA has been constituted in accordance with the Transportation Code and the RMA Rules; and

WHEREAS, the 80<sup>th</sup> Texas Legislature enacted Senate Bill 792 which made significant changes to the process and procedures for developing toll projects in areas throughout the state; and

WHEREAS, Section 228.0111 of the Texas Transportation Code provides that local toll project entities, such as the Alamo RMA, are to be given the primary role and the first option to develop toll projects within a region; and

WHEREAS, the Alamo RMA has stated its intention to develop the 281 North Toll Project from Loop 1604 to the Bexar County line; and

WHEREAS, the Alamo RMA anticipates utilizing certain right-of-way in the US 281 corridor that is currently owned by the State of Texas (by and through TxDOT) in connection with the 281 North Toll Project; and

WHEREAS, Section 228.151 of the Texas Transportation Code and 43 Tex. Admin. Code Sec. 27.13 provide a process by which TxDOT may lease, sell or transfer property (or the right to use property) to a governmental entity that has authority to operate a tolled highway; and

WHEREAS, the Alamo RMA, a governmental entity authorized to operate tolled highways, desires that TxDOT initiate the process required to lease, sell or transfer such property to the authority that is necessary or useful in the development and operation of the 281 North Toll Project;

NOW THEREFORE, BE IT RESOLVED, that the Alamo RMA Board of Directors requests that TxDOT initiate the process to lease, sell or transfer such property to the authority that is necessary or useful in the development and operation of the 281 North Toll Project; and

BE IT FURTHER RESOLVED, that Alamo RMA staff is directed to formally submit this request TxDOT and take such other actions as are necessary to secure the transfer of property for the 281 North Toll Project to the Alamo RMA.

Adopted by the Board of Directors of the Alamo Regional Mobility Authority on the 24th day of October, 2007.

Submitted and reviewed by:

Approved:

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Terry M. Brechtel  
Executive Director for the  
Alamo Regional Mobility Authority

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William E. Thornton  
Chairman, Board of Directors  
Resolution Number 07-26  
Date Passed 10/24/07

**SPECIAL MEETING OF THE BOARD OF DIRECTORS  
OF THE  
ALAMO REGIONAL MOBILITY AUTHORITY**

**RESOLUTION NO. 07-27**

WHEREAS, the Alamo Regional Mobility Authority (“Alamo RMA”) was created pursuant to the request of Bexar County and in accordance with provisions of the Transportation Code and the petition and approval process established in 43 TEX. ADMIN. CODE § 26.01, *et. seq.* (the “RMA Rules”); and

WHEREAS, the Board of Directors of the Alamo RMA has been constituted in accordance with the Transportation Code and the RMA Rules; and

WHEREAS, the 80<sup>th</sup> Texas Legislature enacted Senate Bill 792 which made significant changes to the process and procedures for developing toll projects in areas throughout the state; and

WHEREAS, Section 228.0111 of the Texas Transportation Code provides that a market valuation analysis be prepared for toll projects to be developed in the state and that the market valuation be based on business terms agreed to by the local toll project entity and TxDOT; and

WHEREAS, the Alamo RMA has stated its intention to develop the 281 North Toll Project from Loop 1604 to the Bexar County line; and

WHEREAS, representatives of the Alamo RMA and TxDOT have discussed business terms and a market valuation analysis has been performed for the 281 North Toll Project; and

WHEREAS, the business terms incorporated in the market valuation and which are anticipated to be used in the development of the 281 North Toll Project are reflected in Attachment “A”;

NOW THEREFORE, BE IT RESOLVED, that the Alamo RMA Board of Directors hereby approves the business terms reflected in Attachment “A” for purposes of the market valuation analysis and for development of the 281 North Toll Project.

Adopted by the Board of Directors of the Alamo Regional Mobility Authority on the 24th day of October, 2007.

Submitted and reviewed by:

Approved:

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Terry M. Brechtel  
Executive Director for the  
Alamo Regional Mobility Authority

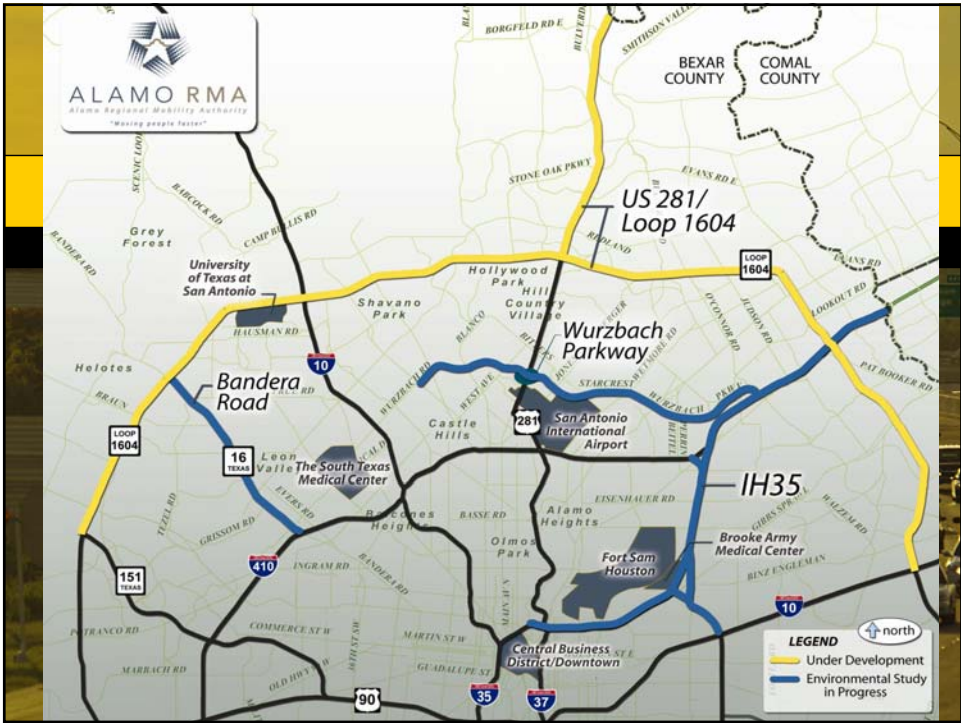
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William E. Thornton  
Chairman, Board of Directors  
Resolution Number 07-27  
Date Passed 10/24/07

  
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**Item 9 – Discussion and Appropriate Action on Business Terms Incorporated into the Market Valuation Study**

San Antonio Bexar County Metropolitan Planning Organization



## Commitment to Our Community

- Provide **local leadership and control** over transportation projects to keep our economy moving
- **Accelerate** the construction of needed multi-modal transportation projects to address quality of life issues
- **Leverage** federal, state, regional and local funds through the use of all available funding tools
- Ensure that motorists **will always have a choice** between tolled and non-tolled lanes, and work to develop other multi-modal projects to help keep our region moving
- Increase **travel safety** for our community by decreasing congestion



## Texas Legislature

- **Regional Mobility Authority (RMA) concept in Senate Bill 342 (2001)**
- **House Bill 3588, passed in 2003, authorizes RMAs to:**
  - Issue bonds backed by toll revenue
  - Enter into comprehensive development agreements
  - Develop a wide variety of multi-modal transportation projects
  - Authority to acquire right of way
- **House Bill 2702, passed in 2005**
  - Authorized use of Texas Mobility Funds by RMAs
  - Required surplus revenue and concession payments under a CDA from toll projects to stay within the region
  - Authorized Mobility Authorities to have full responsibility for design, bid, construction and oversight of projects



## Senate Bill 792

- **SB 792, passed in the 2007 legislative session:**

- Concession CDA moratorium (certain projects exempted)
- Adds additional oversight of CDAs by Attorney General, Legislative Budget Board and State Auditor
- Primacy for development of toll projects by local toll entities
- Market valuation required for toll projects with exceptions
  - ***Unless TxDOT and Local Toll Project entity agree not to conduct this process***



## Market Valuation Process

Overview of the Market Valuation Process:

1. RMA or TxDOT determines that a project should be developed as a toll project.
2. RMA and TxDOT mutually agree on business terms for development of the project (including initial toll rates and toll rate escalation methodology).
3. RMA and TxDOT mutually agree on a third party to develop a market valuation based on the agreed business terms
4. RMA and TxDOT have 90 days after receipt of draft market valuation to approve or negotiate a different valuation.

If the RMA and TxDOT cannot agree on a valuation within 90 days, draft market valuation is deemed final and accepted.



## Market Valuation Process

5. **RMA area only:** MPO shall determine whether toll project should be developed using the business terms in the MV.

If the MPO does not approve of development based on the business terms, neither party may develop the project as a toll project on those terms and the market valuation process starts again.

6. After market valuation is final RMA has 6 months to exercise first option to develop project.

7. If the RMA's right of first refusal option is exercised, within 2 years after completion of environmental clearance the RMA must:

enter into a contract for construction of the project; and

for a period to be agreed to by TxDOT and the RMA, commit to using surplus revenues from the project to build additional transportation projects in an amount equal to the market valuation



## Benefits of the Market Valuation Process

Establishes transparent process for creating business terms including:

setting initial toll rate

setting toll escalation methodology

Ensures re-investment in the community by the pledge of future surplus revenue from the RMA

Provides locally appointed and operated RMAs the right of first refusal to develop toll projects within the RMA boundaries

Further secures role of the MPO within the toll process





## Assumptions for Cost Estimate Input to Market Valuation for US 281

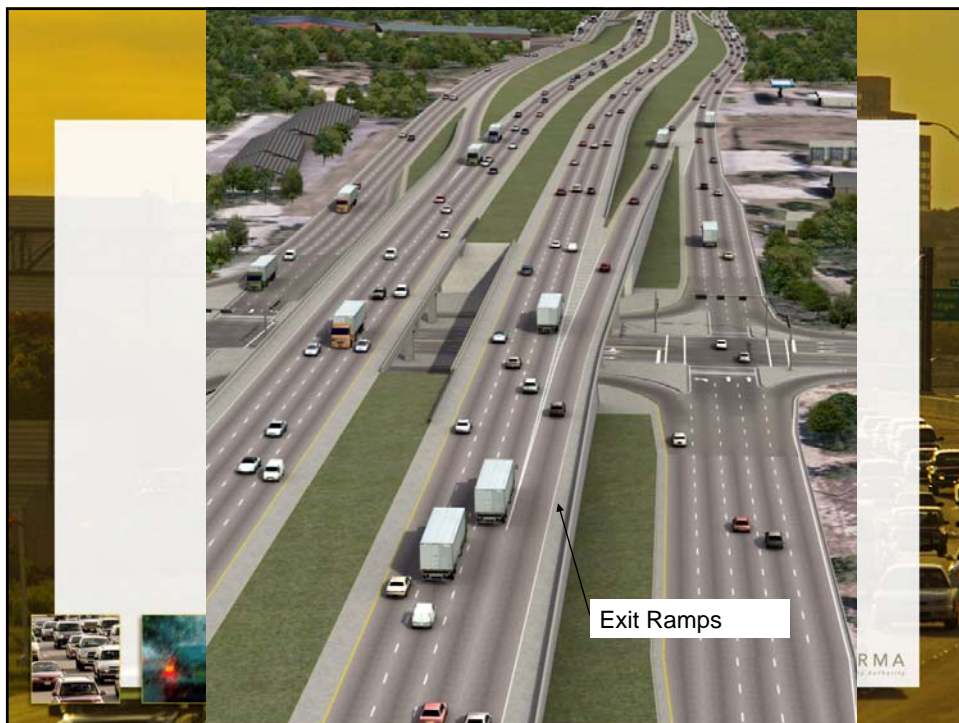
- Project scope:**
  - US 281 N from Loop 1604 to Stone Oak Parkway  
Open 2011
  - US 281 N from Stone Oak to Marshall Road  
Open 2013
  - US 281 N from Marshall Road to Bexar County Line  
Open 2018
  - 5 Direct Connectors at 281/1604 open in 2013
  - 3 Direct Connectors at 281/1604 open in 2025





## Business Terms


Item	Estimated Amount (2007\$)	Estimated Amount (2012\$)	Applicable to:
2-3 axle - main lane traffic	\$0.15 per mile	\$0.17 per mile	
More than 3 axle – main lane traffic	\$0.40 per mile	\$0.46 per mile	
Direct connector 2-3 axle	\$0.50 per connector	\$0.57 per connector	
Direct connector more than 3 axle	\$1.00 per connector	\$1.15 per connector	
Ramps	Exit ramps will have a minimum charge which will reflect exiting prior to the main lane toll gantry		

\*This assumes an all electronic toll collection system



Business Terms			
Item	Estimated Amount (2007\$)	Estimated Amount (2012\$)	Applicable to:
Emergency first responders	\$0.00		
Public Transit	Free to a limit per year Established on corridor by corridor basis		
Toll Escalation Methodology			
Toll escalation rate 2007- 2016	2.75% per year		
Toll escalation rate 2017 and forward	3% per year		
<p>*The toll escalation rate shown above is a reflection of the consumer price index. The 2.75% factor is the average CPI for the last decade. The 3.00% factor is the COP average for the last twenty months. *</p> <p>This assumes an all electronic toll collection system</p>			

Total Capital and Maintenance Costs (amounts in \$2006 million)			
The total construction and maintenance costs for each scenario are as follows:			
Scope	Capital Costs	Routine Maintenance Costs	Lifecycle Maintenance Costs
US 281 and Interchange	\$426.6 m	\$24.1 m	\$196.0 m



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## Present Value of Revenue Forecasts

Scope	Alamo RMA Toll Policy Present Value	Private Sector Assumption of a 1.5 Peak Rate Multiplier Present Value
US 281 and Interchange	\$430.5 m	\$517.0 m



## Market Valuation Results

- Range of subsidy required for private sector to build US 281 project
  - \$190 M to \$265 M
- RMA will develop as a public project
  - No surplus revenue projected
  - Public equity necessary to build US 281 project to the Bexar / Comal County Line



### MPO Action Required

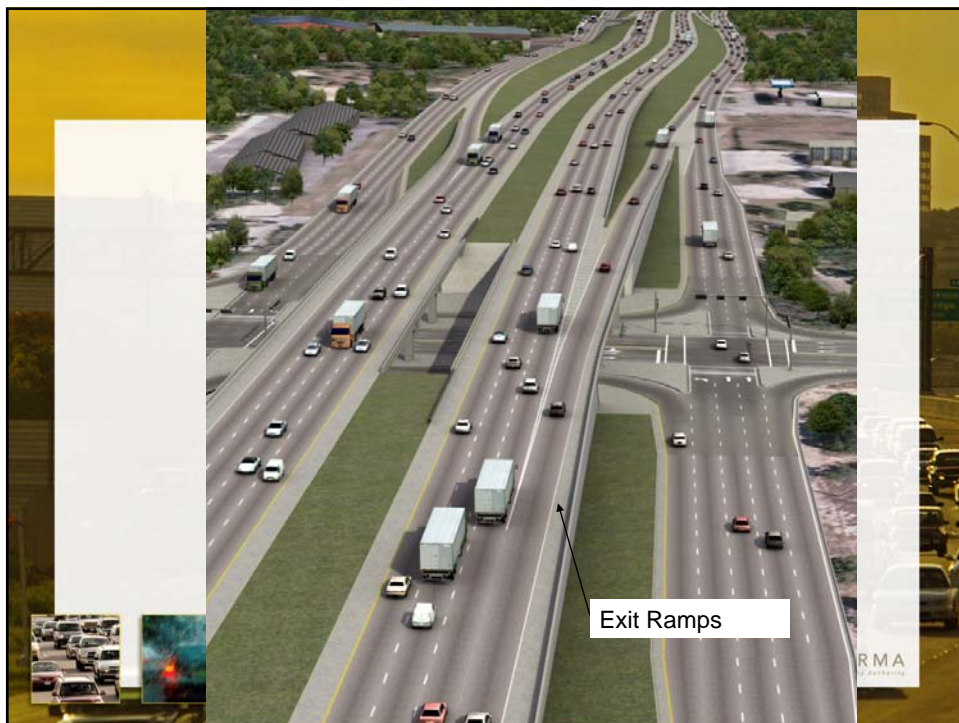
- With approval of business terms will allow Alamo RMA to formally exercise right of first refusal, as authorized under SB 792.





### Business Terms

Item	Estimated Amount (2007\$)	Estimated Amount (2012\$)	Applicable to:
2-3 axle - main lane traffic	\$0.15 per mile	\$0.17 per mile	
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Business Terms			
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<p>*The toll escalation rate shown above is a reflection of the consumer price index. The 2.75% factor is the average CPI for the last decade. The 3.00% factor is the COP average for the last twenty months. *</p> <p>This assumes an all electronic toll collection system</p>			

### MPO Action Required

- With approval of business terms will allow Alamo RMA to formally exercise right of first refusal, as authorized under SB 792.
- No action required today
- Vote on Business Terms will be at December 3, 2007 MPO meeting



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